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WASHINGTON, D.C. 20005-2001

JOHN A. STALFORT
410-385-3424

June 6, 1996

via FEDERAL EXPRESS

Surface Transportation Board
12th and Constitution Avenue, N.W.
Washington, D.C. 20423
Attention: Mrs. Janice Fort
Recordation

Re: Our File No.: 258-1557
(Third Funding)

Dear Mrs. Fort:

Enclosed for recordation as a secondary document pursuant to the provisions of 49 U.S.C. §11301(a) are one original and one notarized copy of the following document:

Partial Release dated June 4, 1996 of Southern Illinois Railcar Company (One Mark Twain Plaza, Suite 225, Edwardsville, Illinois 62025-1959) by Mark Twain Illinois Bank (One Mark Twain Bank Plaza, Edwardsville, Illinois 62025) which relates to the Memorandum of Lease dated November 30, 1994 by and between Southern Illinois Railcar Company (One Mark Twain Plaza, Suite 225, Edwardsville, Illinois 62025-1959) and Continental Grain Company (222 South Riverside Plaza, Suite 2600, Chicago, Illinois 60606) which was recorded with the ICC on December 22, 1994 at 11:00 a.m., under Recordation No. 19116.

Also enclosed is a check in the amount of \$21.00 to cover the costs of recording this document.

Once this document has been recorded, please return the same to the undersigned.

Thank you for your prompt attention to this matter. Please call me at (410) 385-3425 if you have any questions.

Sincerely,

Michele E. Sperato
Michele E. Sperato

Secretary to John A. Stalfort

Enclosures

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20425-0001

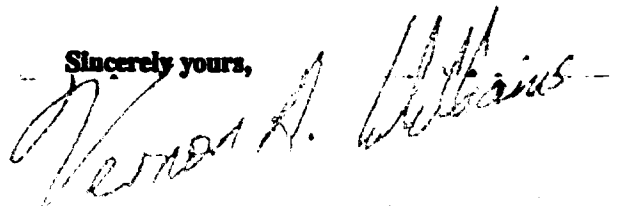
6/7/96

John A. Stalfort, Esquire
Miles & Stockbridge
10 Light Street
Baltimore, Maryland 21202-1487

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/7/96 at 9:50AM ✓ and assigned recordation number(s). 19040-G, 19081-H, 19081-I, 19116-H, 19982-B and 19983-C.

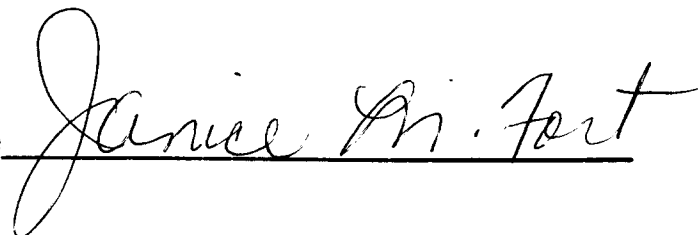
Sincerely yours,


Vernon A. Williams
Secretary

Enclosure(s)

\$ 126.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

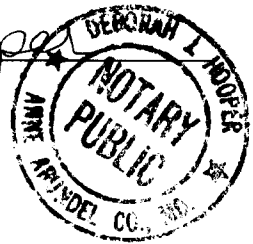


STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, TO WIT:

I HEREBY CERTIFY that the attached Partial Release is a true and complete copy of said Partial Release.

WITNESS my hand and seal this 6th day of June, 1996.

Deborah J. Hooper
Notary Public



My Commission Expires: 7-27-98

19116-14

PARTIAL RELEASE

WHEREAS, Southern Illinois Railcar Company, an Illinois corporation ("Borrower") entered into that certain First Amended and Restated Loan Agreement, Chattel Mortgage and Security Agreement dated as of November 15, 1994 (the "November 15 Loan Agreement") with Mark Twain Illinois Bank, an Illinois banking corporation (the "Bank"), to finance the purchase of certain railcars;

WHEREAS, Borrower entered into a Loan Agreement, Chattel Mortgage and Security Agreement dated as of November 30, 1994 as amended by that certain First Amendment to Loan Agreement, Chattel Mortgage and Security Agreement dated as of June 20, 1995 (as amended, the "November 30 Loan Agreement" and, together with the November 15 Loan Agreement, the "Loan Agreements") with the Bank to finance the purchase of certain additional railcars;

WHEREAS, Borrower, as lessor, and Continental Grain Company ("CGC"), as lessee, are parties to that certain Railcar Lease Agreement dated as of July 20, 1994 (the "Lease"), pursuant to which Borrower agreed to lease and sublease covered hopper railcars (the "Railcars") to CGC, a memorandum of which was recorded with the Interstate Commerce Commission on December 22, 1994 and assigned recordation number 19116;

WHEREAS, certain of the Railcars leased to CGC by Borrower under the Lease are owned by Borrower (the "Owned Railcars"), including the Owned Railcars set forth on Exhibit A hereto (the "Exhibit A Railcars"), and the other Railcars leased to CGC by Borrower under the Lease are leased by Borrower;

WHEREAS, to secure payment and performance of any and all of Borrower's obligations to the Bank, Borrower has, pursuant to the Loan Agreements, assigned to the Bank, for collateral security purposes only, and has granted to Bank a continuing, first priority security interest in, and chattel mortgage lien on, all of Borrower's right, title and interest in and to, among other things, the Lease, all rental payments, casualty value payments and other sums due and to become due and payable by CGC to Borrower from time to time thereunder;

WHEREAS, Borrower and Bank executed and caused a Memorandum of Assignment of Lease to be recorded with the Interstate Commerce Commission on December 22, 1994, and assigned recordation number 19116-A;

WHEREAS, Borrower and Bank executed and caused a Supplemental Memorandum of Assignment of Lease to be recorded with the Interstate Commerce Commission on August 30, 1995, and assigned recordation number 19116-E;

WHEREAS, the Bank has subsequently executed one or more releases, which were recorded with the Interstate Commerce Commission, pursuant to which the Bank has partially released the foregoing security interest, including that certain Partial Release dated as of April 18, 1995, and recorded with the Interstate Commerce Commission on April 20, 1995, and assigned recordation number 19116-B, that certain Partial Release dated as of July 7, 1995, and recorded with the Interstate Commerce Commission on July 19, 1995, and

EXHIBIT A**Current Number**

SIRX31037
SIRX31004
SIRX31035
SIRX31011

SIRX460254
SIRX460257
SIRX460258
SIRX460262
SIRX460267
SIRX475024
SIRX475045
SIRX460244
SIRX460255
SIRX460227
SIRX460232
SIRX460249
SIRX460252
SIRX460259

Former Number

AEX31037
AEX31004
AEX31035
AEX31011

ATSF314953
ATSF315113
ATSF315177
ATSF314165
ATSF314430
ATSF313254
ATSF313516
ATSF314090
ATSF315087
ATSF315148
ATSF313866
ATSF314780
ATSF314879
ATSF315181

assigned recordation number 19116-C, that certain Partial Release dated as of March 18, 1996, and recorded with the Interstate Commerce Commission on March 21, 1996, and assigned recordation number 19116-F; and that certain Partial Release dated as of April 5, 1996, and recorded with the Interstate Commerce Commission on April 8, 1996, and assigned recordation number 19116-G;

WHEREAS, the amounts owed by Borrower to the Bank have been partly paid and satisfied.

NOW, THEREFORE, for good and valuable consideration, the undersigned hereby terminates and releases any and all of its right, title and security interest in and to, including without limitation its continuing, first priority security interest in, and chattel mortgage lien on, (i) Borrower's right, title and interest in and to, under the Lease or otherwise, the Exhibit A Railcars, (ii) all rental payments, casualty value payments and other sums due and to become due and payable by CGC to Borrower from time to time under the Lease with respect to the Exhibit A Railcars and (iii) all other rights, powers, privileges, options and other benefits of Borrower under the Lease with respect to the Exhibit A Railcars.

Dated as of this 4th day of June, 1996.

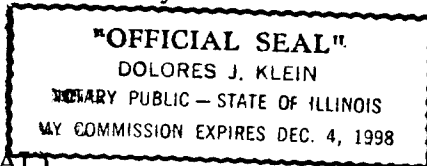
MARK TWAIN ILLINOIS BANK

By: *Scott Stemm*
Its: VICE PRESIDENT

STATE OF Illinois)
)
COUNTY OF Madison) ss.

I, Dolores J. Klein, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Scott Stemm of Mark Twain Illinois Bank, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he or she signed said instrument as the free and voluntary act of Mark Twain Illinois Bank for the uses and purposes therein set forth.

Given my hand and notarial seal this 4th day of June, 1996.



(SEAL)

Dolores J. Klein
Notary Public

My Commission expires: 12-4-98